

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

IN RE GENERAL ELECTRIC COMPANY  
FEDERAL SHAREHOLDER DERIVATIVE  
LITIGATION

Case No. 18-CV-03355-JMF

**STIPULATION AND [PROPOSED] ORDER  
VOLUNTARILY DISMISSING ACTION**

Pursuant to Rules 23.1(c) and 41(a) of the Federal Rules of Civil Procedure, plaintiffs Malka Raul (“Raul”), Edward Tansey (“Tansey”), and Henry Zwang (“Zwang,” and collectively with Raul and Tansey, “Plaintiffs”), together with nominal defendant General Electric Company (“GE”) and defendants Sébastien M. Bazin, W. Geoffrey Beattie, Jeffrey S. Bornstein, John J. Brennan, James I. Cash, Jr., Francisco D’Souza, Marijn E. Dekkers, John J. Flannery, Edward P. Garden, Peter B. Henry, Susan J. Hockfield, Jeffrey R. Immelt, Andrea Jung, Robert W. Lane, Risa Lavizzo-Mourey, Rochelle B. Lazarus, Lowell C. McAdam, Jamie S. Miller, Steven M. Mollenkopf, James J. Mulva, James E. Rohr, Mary L. Schapiro, Keith S. Sherin, Robert J. Swieringa, James S. Tisch and Douglas A. Warner III (collectively, “Defendants”), by and through their respective counsel, hereby stipulate and agree to the voluntary dismissal of the above-entitled consolidated action (the “Action”) as follows:

WHEREAS, on April 17, 2018, plaintiff Raul filed a derivative action on behalf of GE, case number 1:18-cv-03355 (the “*Raul* Action”);

WHEREAS, on May 17, 2018, plaintiff Tansey filed a derivative action on behalf of GE, case number 1:18-cv-04408 (the “*Tansey* Action”);

WHEREAS, on May 30, 2018, plaintiff Zwang filed a derivative action on behalf of GE, case number 1:18-cv-04746 (the “*Zwang* Action”);

WHEREAS, on June 5, 2018, the *Raul* Action, the *Tansey* Action, and the *Zwang* Action were consolidated under the caption *In re General Electric Company Federal Shareholder Derivative Litigation*, case number 1:18-cv-03355 (ECF No. 60);

WHEREAS, on July 19, 2018, Plaintiffs filed their Verified Consolidated Derivative Complaint for Violation of Securities Law, Breach of Fiduciary Duty, Waste of Corporate Assets, and Unjust Enrichment (ECF No. 64) (the “Consolidated Complaint”);

WHEREAS, on August 17, 2018, GE and Defendants filed a motion to dismiss the Consolidated Complaint (ECF No. 67);

WHEREAS, on August 20, 2018, the Court entered an Order setting a deadline of September 7, 2018 for Plaintiffs to file any amended complaint in response to GE and Defendants’ motion to dismiss pursuant to Rule 15(a)(1)(B) of the Federal Rules of Civil Procedure (ECF No. 70);

WHEREAS, on September 7, 2018, Plaintiffs filed a Verified Amended Consolidated Derivative Complaint for Violation of Securities Law, Breach of Fiduciary Duty, Waste of Corporate Assets, and Unjust Enrichment (the “Amended Consolidated Complaint”) (ECF No. 71);

WHEREAS, on September 21, 2018, GE and Defendants filed a motion to dismiss the Amended Consolidated Complaint (ECF No. 73);

WHEREAS, Plaintiffs now seek to voluntarily dismiss this Action with prejudice as to Plaintiffs with respect to their contention that a pre-suit demand on GE’s board of directors is excused and without prejudice as to the underlying claims Plaintiffs purported to assert in the Action on behalf of GE, with each party to bear their own costs and fees; and

WHEREAS, Plaintiffs respectfully submit that notice of their voluntary dismissal of this Action pursuant to Rule 23.1(c) of the Federal Rules of Civil Procedure is not necessary to protect the interests of GE and its shareholders because: (i) Plaintiffs seek dismissal with prejudice only as to these Plaintiffs with respect to their contention that a pre-suit demand on GE's board of directors is excused and without prejudice as to the underlying claims Plaintiffs purported to assert in the Action on behalf of GE; (ii) there has been no settlement or compromise between the parties to this Action and no claims that Plaintiffs purported to assert in the Action on behalf of GE have been settled, compromised or released; (iii) there has been no collusion among the parties; and (iv) Plaintiffs and their counsel have not received (and will not receive) any compensation or consideration from GE or Defendants in connection with the voluntary dismissal of this Action;

THEREFORE, IT IS HEREBY STIPULATED AND REQUESTED by the parties, through their undersigned counsel of record and subject to the Court's approval, as follows:

1. This Action is dismissed with prejudice as to Plaintiffs with respect to their contention that a pre-suit demand on GE's board of directors is excused and without prejudice to the underlying claims Plaintiffs purported to assert in the Action on behalf of GE;
2. Notice pursuant to Rule 23.1(c) of the Federal Rules of Civil Procedure is not required; and
3. Each party shall bear their respective attorneys' fees and costs incurred in connection herewith.

Respectfully submitted this 16th day of October, 2018.

**ROBBINS ARROYO LLP**

BRIAN J. ROBBINS  
CRAIG W. SMITH\*  
JENNY L. DIXON\*

s/ Jenny L. Dixon

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s/ Edward M. Miller (w/ permission)

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s/ Greg A. Danilow (w/ permission)

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Rohr, Mary L. Schapiro, Keith S. Sherin,  
Robert J. Swieringa, James S. Tisch and  
Douglas A. Warner III*

SO ORDERED:

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UNITED STATES DISTRICT JUDGE

Dated: New York, New York

\_\_\_\_\_, 2018

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**CERTIFICATE OF SERVICE**

I hereby certify that on October 16, 2018, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses of all registered participants, and I further certify that I have mailed the foregoing document via the U.S. Postal Service to the non-CM/ECF participants indicated on the Manual Notice List.

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s/ Jenny L. Dixon  
JENNY L. DIXON  
(admitted *pro hac vice*)